

EXHIBIT D

(PART 2)

EXHIBIT C

List of the Debtors' wholly or
partially owned subsidiaries

Motors Liquidation Company

List of Subsidiaries

As of July 10, 2009*

No.	Subsidiary
1	Alan Reuber Chevrolet, Inc.
2	Albany Auto Group, LLC
3	Alhambra Pontiac GMC Buick, Inc.
4	Alternative Energy Services LLC
5	Amherst Chevrolet, Inc.
6	Anixter International, Inc.
7	Auburn Chevrolet Oldsmobile Cadillac, Inc.
8	Autocity Buick Pontiac GMC, Inc.
9	Beacon Chevrolet Oldsmobile, Inc.
10	Beil Acquisition Corporation
11	Bennett Pontiac GMC, Inc.
12	Bensonhurst Chevrolet, Inc.
13	Buick GMC of Milford, Inc.
14	Cadillac of Lynbrook, Inc.
15	Carnahan Chevrolet, Inc.
16	Champion Buick Pontiac GMC, Inc.
17	Chevrolet Of Clarks Summit, Inc.
18	Chevrolet-Oldsmobile-Cadillac of Chicopee, Inc.
19	Cobb Parkway Chevrolet, Inc.
20	Colchester Chevrolet, Inc.
21	Commerce Buick Pontiac GMC, Inc.
22	Commonwealth On The Lynnway, Inc.
23	Dadeland Chevrolet, Inc.
24	DDH Investments of South Texas, Inc.
25	Decatur Buick Pontiac GMC, Inc.
26	Douglaston Chevrolet, Inc.
27	DP Compressors L.L.C.
28	Elk Grove Buick Pontiac GMC, Inc.
29	Elk Grove Saturn Auto, Inc.
30	El-Mo Holding I Corporation
31	El-Mo Holding II Corporation
32	El-Mo Leasing II Corporation
33	El-Mo Leasing III Corporation
34	El-Mo-Mex, Inc.
35	Environmental Corporate Remediation Company, Inc.
36	Ernie Patti Pontiac GMC, Inc.
37	Exeter Chevrolet Buick Pontiac, Inc.
38	Fairway Automotive Group, Inc.
39	Falls Pontiac GMC, Inc.
40	Family Buick Pontiac GMC, Inc.
41	Fernandez GMC Pontiac Buick, Inc.
42	Florence Buick GMC, Inc.
43	Freeborough Automotive, Inc.
44	Freehold Chevrolet-Geo, Inc.
45	Frontier Chevrolet, Inc.
46	GEM Motors, Inc.
47	GENERAL MOTORS CAPITAL TRUST "D"

* The names of certain of these subsidiaries have been changed since July 10, 2009.

Motors Liquidation Company

List of Subsidiaries

As of July 10, 2009*

No.	Subsidiary
48	GENERAL MOTORS CAPITAL TRUST "G"
49	General Motors Commercial Corporation
50	General Motors Export Corporation
51	General Motors Foreign Sales Corporation
52	General Motors Indonesia, Inc.
53	General Motors International Operations, Inc.
54	General Motors Nova Scotia Finance Company
55	General Motors Receivables Corporation
56	General Motors Strasbourg
57	General Motors Trade Receivables LLC
58	Gilroy Chevrolet Cadillac, Inc.
59	GM Auto Receivables Co.
60	GM DriverSite Incorporated
61	GM Facilities Trust No. 1999-1
62	GM National Car International, Ltd.
63	GMETR Finance Company Receivables LLC
64	GMETR Service Parts Receivables LLC
65	GMLG Ltd.
66	GMRH Kansas City, Inc.
67	GMRH Philadelphia, Inc.
68	GMRH Pittsburgh, Inc.
69	GMRH Seattle, Inc.
70	GMRH St. Louis, Inc.
71	GMRHLA, Inc.
72	Hawaii Automotive Retailing Group, Inc.
73	Hope Automotive, Inc.
74	InQBate Corporation
75	Integrity Saturn of Chattanooga, Inc.
76	Jennings Motors, Inc.
77	John H. Powell, Jr. Chevrolet Oldsmobile, Inc.
78	Joseph Motors, Inc.
79	Kaufman Automotive Group, Inc.
80	Kings Mountain Chevrolet, Inc.
81	LBK, LLC
82	Leo Stec Saturn, Inc.
83	Lexington Motors, Inc.
84	Lou Sobh Cerritos Saturn, Inc.
85	Lou Sobh Saturn of Elmhurst, Inc.
86	Lou Sobh Saturn, Inc.
87	Lowell Pontiac Buick GMC, Inc.
88	Manual Transmissions of Muncie, LLC
89	Martino Pontiac-GMC, Inc.
90	MDIP-Norcal, Inc.
91	Merry Oldsmobile, Inc.
92	Metro Chevrolet, Inc.
93	Metropolitan Auto Center, Inc.
94	Miami Lakes Pontiac, Inc.
95	Millington Chevrolet, Inc.
96	Miracle Mile Chevrolet Buick, Inc.

Motors Liquidation Company

List of Subsidiaries

As of July 10, 2009*

No.	Subsidiary
97	MLS USA, Inc.
98	Motor Enterprises, Inc.
99	Motors Trading Corporation
100	Multiple Dealerships Holdings of Albany, Inc.
101	New Castle Automotive, Inc.
102	New Rochelle Chevrolet, Inc.
103	New United Motor Manufacturing, Inc.
104	New-Cen Commercial Corporation
105	North Bay Auto Group, LLC
106	North Bay Multi-Site, Inc.
107	North Orange County Saturn, Inc.
108	Northpoint Pontiac-Buick-GMC Truck, Inc.
109	Oakland Automotive Center, Inc.
110	Pacific Dealership Group, Inc.
111	Park Plaines Chevrolet-Geo, Inc.
112	Peninsula Pontiac GMC Buick, Inc.
113	Pontiac Buick GMC Of Abilene, Inc.
114	Pontiac GMC of Latham, Inc.
115	Port Arthur Chevrolet, Inc.
116	Premier Investment Group, Inc.
117	Prestige Saturn of Jacksonville, Inc.
118	Puente Hills Pontiac GMC Buick, Inc.
119	Rancho Mirada Chevrolet, Inc.
120	Remediation And Liability Management Company, Inc.
121	Riverfront Development Corporation
122	Saab Cars Holdings Overseas Corp.
123	San Francisco Multiple Dealer Holdings, Inc.
124	Saturn of Central Florida, Inc.
125	Saturn of Charlotte Market Area, Inc.
126	Saturn of New York City, Inc.
127	Saturn of Ontario, Inc.
128	Saturn of Raleigh Market Area, Inc.
129	Saturn of Wilkes Barre, Inc.
130	Saturn Retail of South Carolina, LLC
131	Sherwood Pontiac Buick GMC, Inc.
132	Simpsonville Chevrolet, Inc.
133	South Bay Multi-Site, Inc.
134	Sw Houston Motors, Inc.
135	Tampa Bay Buick, Inc.
136	Tiens Biotech Group (USA), Inc.
137	Torrance Buick GMC, Inc.
138	Tracy Pontiac GMC Cadillac, Inc.
139	Trenton Chevrolet, Inc.
140	TX Holdco, LLC
141	Valley Stream Automotive, Inc.
142	Valley Stream Motors, Inc.
143	Vanguard Car Rental USA Inc.
144	Vector SCM Asia Pacific Pte., Ltd.
145	Vector SCM do Brasil Ltda.

Motors Liquidation Company

List of Subsidiaries

As of July 10, 2009*

No.	Subsidiary
146	Vector SCM Mexico S. de R.L. de CV
147	Vector SCM Shanghai Co., Ltd.
148	Vector SCM, LLC
149	W. Babylon Chevrolet-Geo, Inc.
150	Walsh Chevrolet, Inc.
151	Washington Chevrolet, Inc.
152	Westminster Pontiac GMC Buick, Inc.

EXHIBIT D

List of the Debtors' real property

Motors Liquidation Company
Owned Property Listing
As of August 4, 2009

No.	Site Name	Property Address	Site City	Property State Province
1	Employee Development Center	65 University Drive	Pontiac	Michigan
2	Powertrain - Romulus Engineering Center	37350 Ecorse Road	Romulus	Michigan
3	Saginaw Malleable Iron	77 West Center Street	Saginaw	Michigan
4	Saginaw Nodular Iron (PIMS297)	2100 Veterans Memorial Pkwy	Saginaw	Michigan
5	Former Howard WH - vacant land	700 Garey Street	Saginaw	Michigan
6	Vacant Land (76 acres)	NEC of Denton and Ecorse	Van Buren Township	Michigan
7	Former Leed's Assembly Plant	Land south of 6817 Stadium Drive	Kansas City	Missouri
8	Hyatt Hills Golf Complex	1300 Raritan Road	Clark	New Jersey
9	GM Plant	1445 Parkway Avenue	Ewing	New Jersey
10	One General Motors Circle	One General Motors Circle	Syracuse	New York
11	Lordstown Excess Land	1829 Hallock Young Road	Lordstown	Ohio
12	Moraine Lagoon	3100 Dryden Road	Moraine	Ohio
13	Janesville Training Center	1405 South Jackson Street	Janesville	Wisconsin
14	GMPT - Toledo REALM Parcel	1455 West Alexis Road	Toledo	Ohio
15	6560 Cass Avenue	6560 Cass Avenue	Detroit	Michigan
16	Linden Road Landfill	TDB	Flint	Michigan
17	Flint - Coldwater	1245 East Coldwater Road (G-1245 E Coldwater Road)	Flint	Michigan
18	Former Delco Chassis Plant	12950 Eckles Road	Livonia	Michigan
19	Land along Stanley Road	Stanley Road	Mt. Morris	Michigan
20	Greenpoint Landfill	TBD	Saginaw	Michigan
21	Vacant Land South of Van Born (68 acres)	Vacant Land South of Van Born	Van Buren Township	Michigan
22	Textile Road Land	Textile Road	Ypsilanti	Michigan
23	Former Leed's Assembly Plant	Land south of 6817 Stadium Drive	Kansas City	Missouri
24	Adjacent to Salinas Industrial Park	Factory Road	Syracuse	New York
25	Elyria Landfill	TBD	Elyria	Ohio
26	Fiero site (Powerhouse)	900 Baldwin Avenue	Pontiac	Michigan
27	Flint Flowthrough Warehouse	4002 James Cole Blvd.	Flint	Michigan
28	Pontiac Fiero Site (excl'd Powerhouse)	900 Baldwin Avenue	Pontiac	Michigan
29	GMVM - Wilmington Assembly	801 Boxwood Road PO Box 1512 - 19899	Wilmington	Delaware
30	Stamping - Indianapolis	340 White River Parkway West Drive South 50	Indianapolis	Indiana
31	GMVM - Shreveport Assembly (excl'd Stamping)	7600 General Motors Boulevard PO Box 30011 - 71130-0011	Shreveport	Louisiana
32	Stamping - Shreveport	7600 General Motors Boulevard PO Box 30011 - 71130-0011	Shreveport	Louisiana
33	GMPT - Flint North #5/#10/#81	902 E Hamilton Avenue	Flint	Michigan
34	GMPT - Livonia	12200 Middlebelt	Livonia	Michigan
35	GMVM - Pontiac Assembly	2100 S Opyke Road	Pontiac	Michigan
36	Stamping - Pontiac North Campus (excl'd Plt #14)	220 East Columbia	Pontiac	Michigan
37	Stamping - Grand Rapids	300 36th Street SW	Wyoming	Michigan
38	GMPT - Willow Run (Includes Engineering Center)	2930 Ecorse Road	Ypsilanti	Michigan
39	GMPT - Massena	Route 37 East	Massena	New York

Motors Liquidation Company
Owned Property Listing
As of August 4, 2009

No.	Site Name	Property Address	Site City	Property State Province
40	Stamping - Mansfield	2525 West Fourth Street PO Box 2567 - 44906	Mansfield	Ohio
41	GMVM - Moraine Assembly	2601 West Stroop Road	Moraine	Ohio
42	GMPT - Parma Complex	5400 Chevrolet Boulevard PO Box 30098	Parma	Ohio
43	Stamping - Pittsburgh	1451 Lebanon School Road	West Mifflin	Pennsylvania
44	GMPT - Fredericksburg	11032 Tidewater Trail	Fredericksburg	Virginia
45	Danville Central Foundry	I-74 @ G Street	Danville	Illinois
46	Venture 2000 Industrial Park	2915 Pendleton Avenue	Anderson	Indiana
47	639 Riley Blvd.	639 Riley Blvd.	Bedford	Indiana
48	332 Breezy Hill	332 Breezy Hill	Bedford	Indiana
49	609 Rawlins Mill	609 Rawlins Mill	Bedford	Indiana
50	1609 Mount Pleasant	1609 Mount Pleasant	Bedford	Indiana
51	145 Broomsage	145 Broomsage	Bedford	Indiana
52	112 Bailey Scales	112 Bailey Scales	Bedford	Indiana
53	641 Riley Blvd.	641 Riley Blvd.	Bedford	Indiana
54	1081 Breckenridge	1081 Breckenridge	Bedford	Indiana
55	Vacant lot (Inman Court)	Vacant lot (Inman Court)	Bedford	Indiana
56	1119 Breckenridge	1119 Breckenridge	Bedford	Indiana
57	Vacant Lot North of GM Plant - Breckenridge Road	Vacant Lot North of GM Plant - Breckenridge Road	Bedford	Indiana
58	402 Bailey Scales	402 Bailey Scales	Bedford	Indiana
59	"M" Street Church - 132 "M" Street	"M" Street Church - 132 "M" Street	Bedford	Indiana
60	"M" Street Parsonage - 134 "M" Street	"M" Street Parsonage - 134 "M" Street	Bedford	Indiana
61	Five Acres (Danny Wall's) - Vacant Lot Bailey Scales Road	Five Acres (Danny Wall's) - Vacant Lot Bailey Scales Road	Bedford	Indiana
62	624 Riley A	624 Riley A	Bedford	Indiana
63	624 Riley B	624 Riley B	Bedford	Indiana
64	626 Riley A	626 Riley A	Bedford	Indiana
65	626 Riley B	626 Riley B	Bedford	Indiana
66	628 Riley A	628 Riley A	Bedford	Indiana
67	628 Riley B	628 Riley B	Bedford	Indiana
68	630 Riley A	630 Riley A	Bedford	Indiana
69	630 Riley B	630 Riley B	Bedford	Indiana
70	632 Riley A	632 Riley A	Bedford	Indiana
71	632 Riley B	632 Riley B	Bedford	Indiana
72	634 Riley A	634 Riley A	Bedford	Indiana
73	634 Riley B	634 Riley B	Bedford	Indiana
74	224 Madison	224 Madison	Bedford	Indiana
75	636 Riley A	636 Riley A	Bedford	Indiana
76	636 Riley B	636 Riley B	Bedford	Indiana
77	637 Riley A	637 Riley A	Bedford	Indiana
78	637 Riley B	637 Riley B	Bedford	Indiana

Motors Liquidation Company
Owned Property Listing
As of August 4, 2009

No.	Site Name	Property Address	Site City	Property State Province
79	638 Riley A	638 Riley A	Bedford	Indiana
80	638 Riley B	638 Riley B	Bedford	Indiana
81	640 Riley A	640 Riley A	Bedford	Indiana
82	640 Riley B	640 Riley B	Bedford	Indiana
83	641 Riley A	641 Riley A	Bedford	Indiana
84	641 Riley B	641 Riley B	Bedford	Indiana
85	643 Riley A	643 Riley A	Bedford	Indiana
86	643 Riley B	643 Riley B	Bedford	Indiana
87	645 Riley A	645 Riley A	Bedford	Indiana
88	645 Riley B	645 Riley B	Bedford	Indiana
89	330 Robins Way	330 Robins Way	Bedford	Indiana
90	126 Bailey Scales	126 Bailey Scales	Bedford	Indiana
91	115 Bailey Scales	115 Bailey Scales	Bedford	Indiana
92	1589 Peerless	1589 Peerless	Bedford	Indiana
93	1585 Peerless	1585 Peerless	Bedford	Indiana
94	659 Riley	659 Riley	Bedford	Indiana
95	105 Valley Lane	105 Valley Lane	Bedford	Indiana
96	572 Broomsage	572 Broomsage	Bedford	Indiana
97	222 Madison Street	222 Madison Street	Bedford	Indiana
98	228 Madison Street	228 Madison Street	Bedford	Indiana
99	640 North Jackson	640 North Jackson	Bedford	Indiana
100	1723 N. Washington	1723 N. Washington	Kokomo	Indiana
101	Fairfax Land	100 Kindleberger Road	Fairfax	Kansas
102	Framingham Landfill	TBD	Framingham	Massachusetts
103	Hemphill lot (7+/- acres)	SEC Hemphill & Saginaw	Burton	Michigan
104	Davison road land	TBD	Burton	Michigan
105	Clark Street Redevelopment	Former Cadillac Site	Detroit	Michigan
106	6241 Cass Avenue	Lot 8 - Cass & Amsterdam Aves.	Detroit	Michigan
107	Buick City	902 East Hamilton Avenue	Flint	Michigan
108	Dort Highway Land	10800 S. Saginaw Road	Flint	Michigan
109	Windiate Park Lots	TBD	Flint	Michigan
110	GLTC land (11+/- acres) (PIMS298)	NWC of Atherton & Saginaw	Flint	Michigan
111	Flint West - Flint River (Bluff Street)	Chevrolet @ Glenwood	Flint	Michigan
112	Plant 2, 3 & 6	2800 -2801 West Saginaw Street	Lansing	Michigan
113	Former Plant 5	2901 South Canal Road	Lansing	Michigan
114	Former Delco Chassis Plant	13000 Eckles Road	Livonia	Michigan
115	1831 Grondinwood	1832 Grondinwood	Milford	Michigan
116	1495 Oak Hollow	1495 Oak Hollow	Milford	Michigan
117	Pontiac Centerpoint Campus - Central	2000 Centerpoint Parkway	Pontiac	Michigan

Motors Liquidation Company
Owned Property Listing
As of August 4, 2009

No.	Site Name	Property Address	Site City	Property State Province
118	PCC-Validation	200 South Boulevard West	Pontiac	Michigan
119	Pontiac Centerpoint Campus - East	1999 Center Point Parkway East	Pontiac	Michigan
120	Pontiac Centerpoint Campus - West	660 South Boulevard East	Pontiac	Michigan
121	Centerpoint Land (no Etkin ground lease)	Centerpoint Blvd S. of South Blvd	Pontiac	Michigan
122	ACG - Penske site	675 Oakland avenue	Pontiac	Michigan
123	Centerpoint Land (Etkin ground lease)	Centerpoint Blvd S. of South Blvd	Pontiac	Michigan
124	652 Meadow Drive	652 Meadow Drive	Pontiac	Michigan
125	642 Meadow Drive	642 Meadow Drive	Pontiac	Michigan
126	631 Meadow Drive	631 Meadow Drive	Pontiac	Michigan
127	607 Meadow Drive	607 Meadow Drive	Pontiac	Michigan

EXHIBIT E

Schedule of retainers paid to professionals

Motors Liquidation Company., et al.

June 1, 2009 - July 10, 2009

SCHEDULE OF RETAINERS PAID TO PROFESSIONALS

(Unaudited)

<u>Retained Professional</u>	<u>Balance as of June 1, 2009</u>
AP Services LLC	\$ 20,000,000
Honigman Miller LLP	583,394
Jenner & Block LLP	384,906
Weil Gotshal & Manges LLP	5,900,000
Total	<u><u>\$ 26,868,300</u></u>

Note - Information relating to outstanding retainer balances was obtained from each professional's application for retention. There were no payments to professionals during the reporting period.

United States Bankruptcy Court for the Southern District of New York

In re: Motors Liquidation Company, et al.

Case No.: 09-50026 (REG) (Jointly Administered)